

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

	X	:	
	:		
In re	:		Chapter 9
	:		
CITY OF DETROIT, MICHIGAN,	:		Case No. 13-53846
	:		
Debtor.	:		Hon. Steven W. Rhodes
	:		
	:		
	X		

**FINANCIAL GUARANTY INSURANCE COMPANY DISCLOSURE
OF EXHIBITS IN ADVANCE OF DECEMBER 17-19, 2013 HEARING**

1. Financial Guaranty Insurance Company (“**FGIC**”) identifies the following exhibits that it may use at the evidentiary hearing related to the *Motion of Debtor for Entry of an Order (i) Authorizing the Assumption of that Certain Forbearance and Optional Termination Agreement Pursuant to Section 365(a) of the Bankruptcy Code, (ii) Approving Such Agreement Pursuant to Rule 9019, and (iii) Granting Related Relief* [Docket No. 157] (the “**Assumption Motion**”) and the *Motion of the Debtor for a Final Order Pursuant to 11 U.S.C. §§ 105, 362, 364(c)(1), 364(c)(2), 364(e), 364(f), 503, 507(a)(2), 904, 921 and 922 (i) Approving Post-Petition Financing, (ii) Granting Liens and Providing Superpriority Claim Status and (iii) Modifying Automatic Stay* [Docket No. 1520] (the “**Postpetition Financing Motion**”):

	<u>Ex.</u> <u>No.</u>
<u>Assumption Motion Exhibits</u>	
<u>Ordinances</u>	
Ordinance No. 03-05 (<i>Pérez Dec. Ex. A</i>) ¹	1

¹ Declaration of Alfredo R. Pérez in Support of Limited Objection of Financial Guaranty Insurance Company to Motion of Debtor for Entry of an Order (i) Authorizing the Assumption of that Certain Forbearance and Optional Termination Agreement Pursuant to Section 365(a) of the Bankruptcy Code, (ii) Approving Such Agreement Pursuant to Rule 9019, and (iii) Granting Related Relief [Docket No. 360-1]

	<u>Ex. No.</u>
Ordinance No. 04-05 (<i>Pérez Dec. Ex. B</i>).....	2
Ordinance No. 05-05 (<i>Pérez Dec. Ex. C</i>)	3
Ordinance No. 05-09 (<i>Pérez Dec. Ex. Q</i>)	4
GRS Service Corporation Documents	
Articles of Incorporation (<i>Pérez Dec. Ex. D</i>)	5
GRS Service Contract 2006 (<i>Pérez Dec. Ex. G</i>)	6
GRS Service Contract 2005.....	7
PFRS Service Corporation Documents	
Articles of Incorporation (<i>Pérez Dec. Ex. E</i>).....	8
PFRS Service Contract 2006 (<i>Pérez Dec. Ex. H</i>).....	9
PFRS Service Contract 2005	10
FGIC Policies	
Swap Surety Policy No. 0602052 (<i>Pérez Dec. Ex. P</i>)	11
Swap Surety Policy No. 0602053.....	12
Swap Surety Policy No. 0602054.....	13
Swap Surety Policy No. 0602055.....	14
2006-A Policy (<i>Pérez Dec. Ex. J</i>).....	15
2006-B Policy (<i>Pérez Dec. Ex. K</i>).....	16
Other Documents	
2006 Trust Indenture (<i>Pérez Dec. Ex. F</i>).....	17
Termination Consent Letter (<i>Pérez Dec. Ex. I</i>)	18
Insurer Consent (<i>Pérez Dec. Ex. T</i>)	19
Moody's Article (<i>Pérez Dec. Ex. R</i>).....	20
TRO (<i>Pérez Dec. Ex. S</i>).....	21
SBS Transfer Letters (<i>Pérez Dec. Ex. L</i>).....	22
Michigan.gov Article (<i>Pérez Dec. Ex. U</i>).....	23
FGIC Order of Rehabilitation, dated June 28, 2012.....	24
FGIC Rehabilitation Plan Approval Order, dated June 11, 2013.....	25
1992 ISDA Master Agreement Local Currency Single Jurisdiction, dated as of May 25, 2005 – FGIC Insured	
UBS/GRS (<i>Pérez Dec. Ex. M</i>).....	26
UBS/PFRS	27
SBS/PFRS.....	28
SBS/GRS	29
Amended and Restated Schedule, dated as of June 26, 2009, to the 1992 ISDA Master Agreement Local Currency Single Jurisdiction, dated as of May 25, 2005 – FGIC Insured	
UBS/GRS (<i>Pérez Dec. Ex. N</i>).....	30
UBS/PFRS	31
SBS/PFRS.....	32
SBS/GRS	33

	<u>Ex.</u> <u>No.</u>
Revised Confirmation, dated June 26, 2009, to the 1992 ISDA Master Agreement Local Currency Single Jurisdiction, dated as of May 25, 2005 – FGIC Insured	
UBS/GRS (<i>Pérez Dec. Ex. O</i>)	34
UBS/PFRS	35
SBS/PFRS	36
SBS/GRS	37
<u>Postpetition Financing Motion Exhibits</u>	
Project Piston Cash Flow Forecast – through FY 2017 (No Casino Trap; No DIP), dated 10/3/13 8:04 PM.....	38
Quarterly Report of the Emergency Manager, dated October 15, 2013.....	39

Dated: December 9, 2013
Birmingham, Michigan

Ernest J. Essad Jr.
Mark R. James
WILLIAMS, WILLIAMS, RATTNER &
PLUNKETT, P.C.
280 North Old Woodward Avenue, Suite 300
Birmingham, MI 48009
Telephone: (248) 642-0333
Facsimile: (248) 642-0856
Email: EJEssad@wwrplaw.com
Email: mrjames@wwrplaw.com

– and –

Alfredo R. Pérez
WEIL, GOTSHAL & MANGES LLP
700 Louisiana Street, Suite 1600
Houston, TX 77002
Telephone: (713) 546-5000
Facsimile: (713) 224-9511
Email: alfredo.perez@weil.com

*Attorneys for Financial Guaranty Insurance
Company*

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

-----X
:
In re : Chapter 9
:
CITY OF DETROIT, MICHIGAN, : Case No. 13-53846
:
Debtor. : Hon. Steven W. Rhodes
:
:
-----X

CERTIFICATE OF SERVICE

I hereby certify that on December 9, 2013 the *Financial Guaranty Insurance Company Disclosure of Exhibits in Advance of December 17-19, 2013 Hearing* was filed and served via the Court's electronic case filing and noticing system to all parties registered to received electronic notices in this matter.

/s/ Mark R. James
Mark R. James (P54375)
Attorney for Financial Guaranty
Insurance Company
Williams, Williams, Rattner & Plunkett, P.C.
380 North Old Woodward Ave., Suite 300
Birmingham, MI 48009
(248) 642-0333
mrj@wwrplaw.com

Dated: December 9, 2013